

Gregg M. Galardi, Esq.
 Ian S. Fredericks, Esq.
 SKADDEN, ARPS, SLATE, MEAGHER &
 FLOM LLP
 One Rodney Square
 PO Box 636
 Wilmington, Delaware 19899-0636
 (302) 651-3000

Douglas M. Foley (VSB No. 34364)
 Sarah B. Boehm (VSB No. 45201)
 MCGUIREWOODS LLP
 One James Center
 901 E. Cary Street
 Richmond, Virginia 23219
 (804) 775-1000

- and -

Chris L. Dickerson, Esq.
 SKADDEN, ARPS, SLATE, MEAGHER &
 FLOM LLP
 155 N. Wacker Drive, Suite 2700
 Chicago, Illinois 60606-1720
 (312) 407-0700

Counsel to the Debtors and
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - -	x	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC.,	:	Case No. 08-35653 (KRH)
<u>et al.</u> ,	:	
	:	
Debtors.	:	Jointly Administered
- - - - -	x	
PARAMOUNT HOME	:	
ENTERTAINMENT INC.,	:	
	:	
Appellant,	:	
	:	
v.	:	
	:	
CIRCUIT CITY STORES, INC.,	:	
et al.,	:	
	:	
Appellees.	:	
	:	
- - - - -	x	

**DESIGNATION OF ADDITIONAL ITEMS
TO BE INCLUDED IN THE RECORD ON APPEAL**

The above captioned debtors and debtor-in-possession (collectively the "Debtors"), appellees with respect to the Notice of Appeal (Docket No. 6900) filed by Paramount Home Entertainment Inc. ("Paramount") from the Bankruptcy Court's March 4, 2010, Order Granting Motion for Summary Judgment (Docket No. 6694), in accordance with Fed. R. Bankr. P. 8006, hereby designate the following additional items to be included in the record on appeal:

Exhibit	Docket No.	Date Filed	Document
1	23	November 10, 2008	Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 and Federal Rules of Bankruptcy Procedure 2002 and 4001 (I) Authorizing Debtors (A) to Obtain Postpetition Financing and (B) to Utilize Cash Collateral; (II) Granting Adequate Protection; and (III) Scheduling Interim and Final Hearings

2	24	November 10, 2008	Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors , Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
3	26	November 10, 2008	Notice of Bankruptcy Filing and Debtors' Presentation of Motions and Applications to the Court for Consideration
4	78	November 10, 2008	Interim Order Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (1) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness with Priority Over All Secured Indebtedness and with Administrative Superpriority, (2) Granting Liens, (3) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection, (4) Modifying the Automatic Stay and (5) Scheduling a Final Hearing
5	79	November 10, 2008	Corrected Declaration of Bruce H. Besanko, Executive Vice President and Chief Financial Officer of Circuit City Stores, Inc., in Support of Chapter 11 Petitions and First Day Pleadings [re: Docket No. 22]

6	82	November 10, 2008	Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement Sales Pursuant to Store Closing Agreement
7	119	November 12, 2008	Affidavit of Service of Evan Gershbein re: Notice of Bankruptcy Filing and Debtors' Presentation of Motions and Applications to the Court for Consideration [Docket No. 26]
8	138	November 13, 2008	Amended Appointment of Unsecured Creditors Committee Filed by Robert B. Van Arsdale of Office of the U. S. Trustee on behalf of W. Clarkson McDow, Jr.
9	147	November 14, 2008	Corrected Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
10	172	November 16, 2008	Affidavit of Service of Evan Gershbein re: Multiple First Day Pleadings and Orders by Kurtzman Carson Consultants, LLC [Docket Nos, 3, 6, 21, 24, 35, 77, 80, 81, 82, 83]

11	173	November 16, 2008	BNC Certificate of Service re: Corrected Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement [Docket No. 147]
12	207	November 18, 2008	Affidavit of Service of Evan Gershbein re: Documents Served on November 13, 2008 [Docket Nos. 5, 8, 11, 12, 14, 16, 20, 37, 100, 117, 121, 129, 130, 131, 132, 133, 134, 135, 136]
13	228	November 19, 2008	Limited Objection to Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

14	231	November 20, 2008	Affidavit of Service of Evan Gershbein re: Corrected Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement [Docket No. 147]
15	249	November 20, 2008	Limited Objection of the Macerich Company, RREEF Management Company, Cousins Properties Incorporated, and Watt Management Company to the Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

16	258	November 20, 2008	Objection of Inland American Retail Management LLC and Inland US Management LLC to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
17	264	November 20, 2008	Limited Objection of Tanglewood Park, LLC, Roth Tanglewood, LLC, and Luckoff Land Company, LLC as Tenants in Common to Relief Granted in the Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363, and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC and (II) Authorizing Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

18	272	November 20, 2008	Limited Objection of Generation One and Two, LP, Cohab Realty, LLC, Kimco Realty Corp., Chung Hee Kim, KRG Market Street Village, LP, International Speedway Square, Ltd., Kite Coral Springs, LLC and Fishers Station Development Co. to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
19	276	November 20, 2008	Objection of Generation One and Two, LP, Cohab Realty, LLC, Kimco Realty Corp., Chung Hee Kim, CC-Investors 1996-6, Union Square Retail Trust, Gateway Center Properties III, LLC and SMR Gateway III, LLC as Tennants in Common, Whitestone Development Partners, L.P., KRG Market Street Village, LP, International Speedway Square, Ltd., Kite Coral Springs, LLC and Fishers Station Development Co. to Debtors' Motion for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming The Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

20	279	November 20, 2008	Limited Objection of F.R.O., L.L.C. IX to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
21	292	November 21, 2008	Limited Objection of Pan Am Equity to Debtor's Motion to Assume Agency Agreement
22	293	November 21, 2008	Limited Objection of UTC I, LLC PrattCenter, LLC and Valley Corners Shopping Center, LLC to Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363, and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners LLC; and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

23	310	November 21, 2008	Limited Objection of Carnegie Management and Development Corporation to the Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors , Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
24	320	November 20, 2008	Taubman Auburn Hills Associates Limited Partnership's Joinder in the Limited Objection of Eklecco Newco, LLC to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors , Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
25	341	November 24, 2008	Objection of 1030 W. North Ave. Bldg. LLC to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363, and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

26	347	November 24, 2008	Joinder of Centro Properties Group, Federal Realty Investments Trust, Cencor Realty, The Hutensky Group, UBS Realty Investors, LLC, The Morris Companies Affiliates and Uniwest Commercial Realty in Objections of Certain Landlords to the Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363, and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
27	349	November 24, 2008	Objection to Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code §§ 105, 363, and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

28	358	November 25, 2008	Affidavit of Service of Evan Gershbein re: 1) Notice of Bar Date for Filing a Request for Allowance of an Administrative Expense Claim Under 11 U.S.C. § 503(b)(9); and Section 503(b)(9) Claim Request Form [Docket No. 145;] and 2) Notice of Entry of Interim Order Under Bankruptcy Code Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h); (I) Granting Administrative Expenses Status to Obligations from Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands [Docket No. 146]
29	359	November 25, 2008	Affidavit of Service of Evan Gershbein re: Documents Served on November 19, 2008 [Docket Nos. 197, 20, 135, 21, 24, 81, 82, 100, 147]

30	360	November 25, 2008	Affidavit of Service of Evan Gershbein re: 1) Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement [Docket No. 24]; and 2) Corrected Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement [Docket No. 147]
31	384	November 25, 2008	Transcript filed Re: Hearing Held on November 10, 2008
32	405	November 25, 2008	Amended Limited Objection of Hoprock Limonite, LLC to the Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 636, and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and; (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
33	425	November 26, 2008	Notice of Filing of Executed DIP Credit Agreements

34	447	November 26, 2008	Response to Motion of Debtors for Order Under Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h) (I) Granting Administrative Expense Status to Obligations from Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands (Docket No. 14), Interim Order with Respect Thereto (Docket No. 133), and Related Motions/Orders (e.g., Docket Nos. 19, 23, 78 and 107)
35	448	November 26, 2008	Objection of Warner Home Video to Order Under Bankruptcy Code Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h) (I) Granting Administrative Expense Status to Obligations from Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods, and (IV) Establishing Procedures for Reclamation Demands
36	454	November 26, 2008	Objection of OLP CCFerguson, LLC and OLP CCAntioch, LLC to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

37	500	November 28, 2009	Limited Opposition to Debtor's Motion for Order (I) Granting Administrative Expense Status to Obligations From Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands
38	504	November 28, 2009	Lumisource, Inc.'s Objection to Order Establishing Procedures for Reclamation Demands and Joinder in Objection of Other Reclaiming Vendors
39	612	December 3, 2008	Objection of SimVest Real Estate II, LLC, Landlord of Store No. 238, to Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

40	656	December 3, 2009	Debtors' Omnibus Reply to Objections and In Support of Motion of Debtors for Order Under Bankruptcy Code Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h) (I) Granting Administrative Expense Status to Obligations from Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands
41	670	December 3, 2008	Agenda for the Omnibus Hearing Scheduled for December 5, 2008 at 10:00 a.m.
42	676	December 4, 2008	Affidavit of Service of Timothy T.K. Wu re: Documents Served on November 26, 2008 [Docket Nos. 407, 408, 409, 410, 411, 412, 413, 414, 425, 457, 463, 464, 465, 466]

43	714	December 4, 2008	Notice of Filing Revised Proposed Order re: 1) Motion of the Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors , Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement; and 2) Corrected Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
44	718	December 4, 2008	Amended Agenda for the Omnibus Hearing Scheduled for December 5, 2008 at 10:00 a.m.

45	823	December 9, 2008	Corrected Interim Order Pursuant to 11 U.S.C Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (1) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness with Priority Over All Secured Indebtedness and with Administrative Superpriority, (2) Granting Liens, (3) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection, (4) Modifying the Automatic Stay and (5) Scheduling a Final Hearing
46	891	December 11, 2008	Affidavit of Service of Timothy T.K. Wu re: Documents Served on December 3, 2008 [Docket Nos. 641, 644, 669, 670]
47	892	December 11, 2008	Affidavit of Service of Timothy T.K. Wu re: Documents Served on December 4, 2008 [Docket Nos. 656, 710, 714, 715, 718]
48	894	December 11, 2008	Final Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and (Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement

49	897	December 11, 2009	Final Order Under Bankruptcy Code Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h) (I) Granting Administrative Expense Status to Obligations From Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands
50	942	December 12, 2008	Transcript filed Re: Hearing Held on December 5, 2008
51	1020	December 16, 2008	Final Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement
52	1113	December 18, 2008	Notice of Agenda of Matters Scheduled for Hearing on December 22, 2008 at 10:00 a.m. (ET)

53	1153	December 21, 2008	Notice of Filing Proposed Final Order Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (1) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness With Priority Over All Secured Indebtedness and With Administrative Superpriority, (2) Granting Liens, (3) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection and (4) Modifying the Automatic Stay
54	1154	December 21, 2008	Supplemental Affidavit of Service of Greg Barlage re: 1) Notice of Bar Date for Filing a Request for Allowance of an Administrative Expense Claim Under 11 U.S.C. § 503(b)(9) [Docket No. 145]; and 2) Notice of Entry of Interim Order Under Bankruptcy Code Sections 105(a), 362, 503(b), 507(a), 546(c), and 546(h) (I) Granting Administrative Expense Status to Obligations From Postpetition Delivery of Goods; (II) Authorizing Payment of Expenses in the Ordinary Course of Business; (III) Authorizing Debtors to Return Goods; and (IV) Establishing Procedures for Reclamation Demands [Docket No. 146]

55	1156	December 21, 2008	Supplemental Affidavit of Service of Greg Barlage re: Notice of Filing of Motion and Entry of Interim Order Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (I) Authorizing Incurrence by the Debtors of Postpetition Secured Indebtedness With Priority Over All Secured Indebtedness and With Administrative Superpriority, (II) Granting Liens, (III) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection, (IV) Modifying the Automatic Stay and (V) Scheduling a Final Hearing; Final Hearing to be Held on December 5, 2008 at 10:00 a.m. (ET) [Docket No. 100]
56	1159	December 21, 2008	Affidavit of Service of Timothy T.K. Wu re: Documents Served on December 18, 2008 [Docket Nos. 1085, 1086, 1091, 1092, 1100, 1113, 1114, 1115]
57	1160	December 21, 2008	Affidavit of Service of Timothy T.K. Wu re: Documents Served on December 9, 2008 [Docket Nos. 823, 824, 830, 832]
58	1162	December 21, 2009	Affidavit of Service of Timothy T.K. Wu re: Documents Served on December 11, 2008 [Docket Nos. 890, 893, 894, 895, 896, 897, 914]
59	1165	December 22, 2008	Notice of Filing of Second Amendment to Senior Secured, Super-Priority, Debtor-In-Possession Credit Agreement

60	1174	December 22, 2008	Notice of Filing Revised Proposed Final Order Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (1) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness With Priority Over All Secured Indebtedness and With Administrative Superpriority, (2) Granting Liens, (3) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection and (4) Modifying the Automatic Stay
61	1262	December 23, 2008	Final Order Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (1) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness With Priority Over All Secured Indebtedness and With Administrative Superpriority, (2) Granting Liens, (3) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection and (4) Modifying the Automatic Stay
62	1377	January 6, 2009	Supplemental Affidavit of Service of Monika Parel re: Notice of Bar Date for Filing a Request for Allowance of an Administrative Expense Claim Under 11 U.S.C. § 503(b)(9); and Section 503(b)(9) Claim Request Form [Docket No. 145]

63	1378	January 6, 2009	Supplemental Affidavit of Service of Monika Parel re: Final Order Granting Motion of Debtors for Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming Agency Agreement Among Debtors, Hilco Merchant Resources, LLC and (Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement [Docket No. 894]
64	1423	January 9, 2009	Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief

65	1424	January 9, 2010	Motion of the Debtors Pursuant to 11 U.S.C. § 105, Bankruptcy Rules 2002, 9006 and 9007 and Local Bankruptcy Rule 9013-1(M) for an Order Setting an Expedited Hearing on Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection
66	1425	January 9, 2009	Notice Of Motion And Notice Of Hearing On Debtors' Motion For Orders Pursuant To Bankruptcy Code Sections 105, 363 And 364 (I)(A) Approving Procedures In Connection With Sale Of All Or Substantially All Of The Business Or Additional Post-Petition Financing For The Business, (B) Authorizing Debtors To Enter Into Stalking Horse Or Financing Agreements In Connection With Going Concern Transactions Or Stalking Horse Agreements In Connection With Store Closing And Miscellaneous Asset Sales, (C) Approving The Payment Of Termination Fees In Connection Therewith, And (D) Setting Auction And Hearing Dates, (II)

			Approving Sale Of Debtors' Assets Free And Clear Of All Interests And (III) Granting Related Relief
67	1430	January 9, 2009	Order Setting an Expedited Hearing on the Debtors' Sale Motion and Granting Related Relief [re: Docket No. 1424]
68	1460	January 12, 2009	Order (I) Approving Procedures in Connection With Sale of all or Substantially all of the Business, (II) Authorizing Debtors to Enter Into Stalking Horse or Financial Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales or, (III) Approving the Payment of Termination fee in Connection Therewith, (IV) Setting Auction and Hearing Dates Pursuant to Bankruptcy Code Sections 105 and 363 and (V) Granting Related Relief
69	1523	January 14, 2009	Objection of Children's Discovery Centers of America, Inc. to Sale or Conveyance of Real Property in Derogation of its Leasehold and Title Interests Under Ground Lease
70	1535	January 14, 2009	Notice of Agenda of Matters Scheduled for Hearing on January 16, 2009 at 10:00 a.m. (ET)

71	1548	January 15, 2009	Joint Objection of Texas Taxing Authorities to Debtor's Motion for Orders (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
72	1561	January 15, 2009	Limited Objection of D.L. Peterson Trust as Assignee of PHH Vehicle Management Services, LLC to Debtors' Motion for Order Pursuant to Bankruptcy Code Sections 105, 363 and 364 Approving Sale of Debtors' Assets Free and Clear of all Interests
73	1563	January 15, 2009	CIM/Birch St., Inc.'s Limited Objection to Debtors' Motion to Approve Sale of Assets and Statement of Cure Under Lease of Non-Residential Real Property

74	1569	January 15, 2009	Objection of Carousel Center Company, LP, EklecCo NewCo, LLC and Fingerlakes Crossing, LLC to Motion and Notice of Hearing on Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of All Interests and (III) Granting Related Relief
75	1573	January 15, 2009	Objection of Business Objects Americas to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales,

			(C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
76	1574	January 15, 2009	Objection of SAP Retail, Inc. to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief

77	1575	January 15, 2009	Objection of FM Facility Maintenance, LLC f/k/a IPT, LLC to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
78	1577	January 15, 2009	Objection of Palm Beach County Tax Collector to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in

			Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
79	1581	January 15, 2009	Joint Objection of Local Texas Taxing Authorities to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
80	1582	January 15, 2009	Old Republic Insurance Company's Limited Objection to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going

			Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
81	1583	January 15, 2009	Objection of Cormack Inc. to Debtors' Proposed Sale of Assets or Businesses Free and Clear of Liens, Claims, Encumbrances, and Interests, and Request for Adequate Protection of Interest in Property

82	1584	January 15, 2009	Hagan Properties, Inc.'s Objection to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief (The "Motion")
83	1585	January 15, 2009	Limited Objection of Cellco Partnership d/b/a Verizon Wireless to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of

			Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
84	1586	January 15, 2009	Objection and Demand for Adequate Protection of T.J. Maxx of CA, LLC Regarding Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
85	1590	January 15, 2009	Joint Objection by Landlords to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking

			Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
86	1596	January 15, 2009	Amended Notice of Agenda of Matters Scheduled for Hearing on January 16, 2009 at 10:00 a.m. (ET)
87	1599	January 15, 2009	Objection of Riverside County, California Taxing Authority to Debtor's Motion for Orders (I)(A) Approve Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post Petition Financing for the Business et al
88	1604	January 16, 2009	Amended Notice of Agenda of Matters Scheduled for Hearing on January 16, 2009 at 11:00 A.M. (ET)
89	1609	January 16, 2009	Statement of CDB Falcon Sunland Plaza, LP of Cure Under Lease of Non-Residential Real Property
90	1634	January 16, 2009	Order Approving Agency Agreement, Store Closing Sales and Related Relief
91	1674	January 20, 2009	Transcript filed Re: Hearing Held on January 16, 2009

92	1684	January 20,2009	Order (I) Approving Sale of Aircraft Free and Clear of all Liens, Claims, Interests and Encumbrances; and (II) Granting Related Relief [re: Docket No. 1423]
93	1692	January 20, 2009	Objection to Debtors' Motion for Orders Pursuant to Bankruptcy Code Sections 105, 363 and 364 (I)(A) Approving Procedures in Connection With Sale of all or Substantially all of the Business or Additional Post-Petition Financing for the Business, (B) Authorizing Debtors to Enter Into Stalking Horse or Financing Agreements in Connection With Going Concern Transactions or Stalking Horse Agreements in Connection With Store Closing and Miscellaneous Asset Sales, (C) Approving the Payment of Termination Fees in Connection Therewith, and (D) Setting Auction and Hearing Dates, (II) Approving Sale of Debtors' Assets Free and Clear of all Interests and (III) Granting Related Relief
94	1740	January 23, 2009	Amended Order (1) Approving Sale Of Aircraft Free and Clear Of All Liens, Claims, Interests and Encumbrances; and (2) Granting Related Relief
95	1837	January 28, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on January 23, 2009 [Docket Nos. 1740, 1743, 1744, 1746]

96	1872	January 29, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on January 20, 2009 [Docket Nos. 1665, 1666, 1676, 1679, 1680, 1681, 1684, 1685, 1689]
97	1876	January 29, 2009	Affidavit of Service of Timothy T.K. Wu re: Documents Served on January 9, 2009 [Docket Nos. 1423, 1425, 1435, 1436, 1448, 1449, 1450, 1452, 1453]
98	1892	January 30, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on January 15, 2009 [Docket Nos. 1410, 1566, 1568, 1596]
99	1893	January 30, 2009	Affidavit of Service of Isidro N. Panizales re: 1) Amended Notice of Agenda of Matters Scheduled for Hearing on January 16, 2009 at 11:00 a.m. (ET) [Docket No. 1604]; and 2) Order Approving Agency Agreement, Store Closing Sales and Related Relief [Docket No. 1634]
100	1897	January 30, 2009	Affidavit of Service of Isidro N. Panizales re: 1) Debtors' Objection to the Motion for Rehearing and/or Reconsideration to Alter or Amend the Judgment Regarding Payment of the November Rent [Docket No. 1514]; and 2) Notice of Agenda of Matters Scheduled for Hearing on January 16, 2009 at 10:00 a.m. (ET) [Docket No. 1535]
101	1898	January 30, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on January 12, 2009 [Docket Nos. 1423, 1460, 1473, 1474, 1475, 1476]
102	1910	February 2, 2009	Affidavit of Service of Isidro N. Panizales re: Documents

			Served on December 23, 2008 [Docket Nos. 1188, 1260, 1262, 1266, 1267]
103	2120	February 12, 2009	Expedited Motion for Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364 and 503 and Fed.R.Bankr.P.2002, 4001 and 6004 Approving Amendment to Debtor-In-Possession Credit Agreement Effective as of January 17, 2009
104	2121	February 12, 2009	Motion of the Debtors Pursuant to 11 U.S.C. § 105, and Local Bankruptcy Rule 9013-1(M) for an Order Setting and Expedited Hearing on Debtors' Motion for Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364 and 503 and Fed. R. Bankr. P. 2002, 4001 and 6004 Approving Amendment to Debtor-In-Possession Credit Agreement Effective as of January 17, 2009
105	2122	February 12, 2009	Notice of Motion and Notice of Hearing on Debtors' Motion for Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364 and 503 and Fed. R. Bankr. P. 2002, 4001 and 6004 Approving Amendment to Debtor-In-Possession Credit Agreement Effective as of January 17, 2009 and Motion to Expedited Hearing Thereon
106	2176	February 13, 2009	Notice of Agenda of Matters Scheduled for Hearing on February 17, 2009 at 10:00 a.m. (Eastern)
107	2196	February 17, 2009	Notice of Amended Agenda of Matters Scheduled for Hearing on February 17, 2009 at 10:00 a.m. (ET)
108	2214	February 17, 2009	Final Order Approving Third Amendment to Senior Secured Super-Priority Debtor-in-Possession Credit Agreement and

			Modifying Final Order Entered Pursuant to 11 U.S.C. Sections 105, 361, 362, 363 and 364 and Rules 2002, 4001 and 9014 of the Federal Rules of Bankruptcy Procedure (I) Authorizing Incurrence by the Debtors of Post-Petition Secured Indebtedness With Priority Over all Secured Indebtedness and With Administrative Superpriority, (II) Granting Liens, (III) Authorizing Use of Cash Collateral by the Debtors Pursuant to 11 U.S.C. Section 363 and Providing for Adequate Protection and (IV) Modifying the Automatic Stay
109	2230	February 18, 2009	Stipulation Between the Debtors and Henrico County, Virginia Resolving Henrico County's Objection to the Order (I) Approving Sale of Aircraft Free and Clear of all Liens, Claims, Interests and Encumbrances and (II) Granting Related Relief
110	2274	February 23, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on February 12, 2009 [Docket Nos. 2120, 2121, 2122, 2125, 2126, 2127, 2128, 2129]
111	2275	February 23, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on February 13, 2009 [Docket Nos. 2171, 2173, 2176, 2178, 2179]
112	2286	February 24, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on February 17, 2009 [Docket Nos. 2208, 2209, 2211, 2212, 2213, 2214, 2215, 2216, and 2217]
113	2524	March 11, 2009	Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco

			Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019
114	2525	March 11, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Information Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing
115	2526	March 11, 2009	Debtors' Motion for Order Shortening Notice Period and Limiting Notice of Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019

116	2527	March 11, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Information Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing; Hearing to be Held March 20, 2009 at 10:00 a.m. (ET)
117	2528	March 11, 2009	Motion to File Certain Documents Under Seal [re: Docket No. 2524]
118	2529	March 11, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Information Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing
119	2530	March 11, 2009	Motion of the Debtors Pursuant to 11 U.S.C. § 105, and Local Bankruptcy Rule 9013-1(M) for an Order Setting an Expedited Hearing

120	2531	March 11, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Information Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing
121	2655	March 18, 2009	Notice of Agenda of Matters Scheduled for Hearing on March 20, 2000 at 10:00 a.m. (ET)
122	2736	March 23, 2009	Affidavit of Service of Isidro N. Panizales re: 1) Order Authorizing Debtors to Assume, Assign and Sell Unexpired Lease of Non-Residential Real Property [Docket No. 2651]; and 2) Notice of Agenda of Matters Scheduled for Hearing on March 20, 2009 at 10:00 a.m. (ET) [Docket No. 2655]
123	2748	March 24, 2009	Order Pursuant to Bankruptcy Code Sections 105, 107(b) and 363 and Bankruptcy Rules 9018 and 9019 Approving Letter Agreement by and Among the Debtors and Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC
124	2749	March 24, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on March 11, 2009 [Docket Nos. 2510, 2523, 2524, 2525, 2526, 2528, 2530]

125	2759	March 24, 2009	Notice of Filing Executed Agency Agreement by and Between Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC, and Tiger Capital Group, LLC and Circuit City Stores, Inc., Circuit City Stores West Coast, Inc., and Circuit City Stores, Inc.'s Other Direct and Indirect Subsidiaries With Corrected Exhibits
126	2767	March 26, 2009	Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019
127	2768	March 26, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Documents Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing

128	2769	March 26, 2009	Debtors' Motion for Order Shortening Notice Period and Limiting Notice of Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019
129	2770	March 26, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Documents Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing
130	2771	March 26, 2009	Motion to File Certain Documents Under Seal [re: Docket No. 2767]

131	2772	March 26, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Documents Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing
132	2773	March 26, 2009	Motion of the Debtors Pursuant to 11 U.S.C. § 105, and Local Bankruptcy Rule 9013-1(M) for an Order Setting an Expedited Hearing
133	2774	March 26, 2009	Notice of Motion and Notice of Hearing on (I) Debtors' Motion for Order Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019; (II) Motion to Shorten and Limit Notice Thereon; (III) Motion to File Certain Documents Under Seal in Connection Therewith; and (IV) Motion to Expedite Hearing on the Foregoing

134	2779	March 26, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served March 24, 2009 [Docket Nos. 2740, 2741, 2742, 2747, 2748]
135	2782	March 26, 2009	Notice of Agenda of Matters Scheduled for Hearing on March 30, 2009 at 10:00 a.m. (ET)
136	2856	March 30, 2009	Order Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019 Approving Letter Agreement by and Among the Debtors and a Joint Venture Comprised of Great American Group WF, LLC, Hudson Capital Partners, LLC, SB Capital Group, LLC and Tiger Capital Group, LLC
137	2860	March 31, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on March 25, 2009 [Docket Nos. 2753, 2754, 2757, 2759]
138	2873	March 31, 2009	Transcript filed Re: Hearing Held March 20, 2009
139	2896	April 12, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served March 26, 2009 [re: Docket Nos. 2761, 2762, 2763, 2764, 2765, 2767, 2769, 2771, 2773, 2774, 2782]
140	3001	April 13, 2009	Transcript filed Re: Hearing Held March 30, 2009
141	3241	May 1, 2009	Transcript filed Re: Hearing Held on December 22, 2008
142	3242	May 1, 2009	Transcript filed Re: Hearing Held on December 22, 2008
143	3993	July 7, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on June 23, 2009 [Docket Nos. 2881, 3703, 3704, 3709, 3710 and 3711]

144	4189	July 21, 2009	Notice of Agenda of Matters Scheduled for Hearing on July 23, 2009 at 11:00 a.m. (Eastern)
145	4373	August 3, 2009	Transcript filed Re: Hearing Held on July 23, 2009
146	4449	August 12, 2009	Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims)
147	5090	September 24, 2009	Order Approving (I) Disclosure Statement, (II) Notice of the Disclosure Statement Hearing, (III) Hearing Date to Consider Confirmation of the Plan, (IV) Procedures for Filing Objections to Plan, (V) Voting Agent and Deadlines Related to Solicitation and Confirmation, (VI) Procedures with Respect to Certain Claims and (VII) Solicitation Procedures for Confirmation of the Plan
148	5124	September 29, 2009	First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims

149	5146	October 5, 2009	Affidavit of Service of Isidro N. Panizales re: 1) Disclosure Statement with Respect to First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims [Docket No. 5030]; 2) Plan Proponents' Response to Disclosure Statement Objections [Docket No. 5032]; and 3) Notice of Amended Agenda of Matters Scheduled for Hearing on September 22, 2009 at 11:00 a.m. (Eastern) [Docket No. 5034]
150	5309	October 21, 2009	Affidavit of Service of Evan Gershbein re: Solicitation Materials for the First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims [Docket No. 5124]
151	5667	November 13, 2009	Objection of Paramount Home Entertainment Inc. to First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims

152	5737	November 16, 2009	Objection of Paramount Home Entertainment Inc. to First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims
153	6190	December 23, 2009	Affidavit of Service of Isidro N. Panizales re: Documents Served on December 18, 2009 [Docket Nos. 6125, 6126, 6127, 6128, 6129, 6131, 6135, 6136, and 6137]
154	6286	January 5, 2010	Affidavit of Service of Isidro N. Panizales re: 1) Notice of Proposed Settlement with the Columbus Dispatch [Docket No. 6249]; 2) Debtors' Supplemental Objection to Motion for Allowance of the Late Filed Administrative Expense Claim of Export Development Canada [Docket No. 6252]; and 3) Notice of Agenda of Matters Scheduled for Hearing on January 14, 2010 at 2:00 p.m. (Eastern) [Docket No. 6253]

155	6287	January 15, 2010	Affidavit of Service of Isidro N. Panizales re: Reply Brief in Support of Motion for Summary Judgment with Respect to Certain Claims Subject to (I) the Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims) and (II) the Debtors' Thirty-Third Omnibus Objection to Claims (Modification and/or Reclassification of Certain Claims) [Docket No. 6260]
156	6312	January 19, 2010	Transcript filed Re: Hearing Held on January 14, 2010

RESERVATION OF RIGHTS

The Debtors expressly reserve, and do not waive, their rights to supplement this Designation and/or to object, or otherwise supplement or move to strike or modify, some or all of the Appellant's Designation. This filing is made expressly subject to, and without waiver of any and all rights, remedies, challenges, and objections.

Dated: April 14, 2010
Richmond, Virginia

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP
Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP
Chris L. Dickerson, Esq.
155 N. Wacker Drive, Suite 2700
Chicago, Illinois 60606-2700
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley _____
Douglas M. Foley (VSB No. 34364)
Sarah B. Boehm (VSB No. 45201)
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors
in Possession, Appellees